

MINUTES OF MEETING

RHODE ISLAND AIRPORT CORPORATION

BOARD OF DIRECTORS

WEDNESDAY, OCTOBER 21, 2009, AT 4:00 PM

IN THE MARY BRENNAN BOARD ROOM

2000 POST ROAD

WARWICK, RHODE ISLAND

The meeting of the Rhode Island Airport Corporation (“Corporation”) Board of Directors was called to order by Chair, Kathleen C. Hittner, at 4:00 p.m., in the Mary Brennan Board Room at 2000 Post Road, Warwick, Rhode Island, in accordance with the notice duly posted pursuant to the Open Meetings Law.

BOARD MEMBERS PRESENT: Kathleen C. Hittner, M.D; James C. Forte; Joseph Cianciolo; Russell Hahn; Michael Traficante.

BOARD MEMBERS ABSENT: Joseph Larisa; Robert Sangster.

ALSO PRESENT: Kevin A. Dillon, A.A.E., President and CEO; and those members listed on the attendance sheet attached hereto.

1. Approval of the Minutes:

A motion was made by Mr. Forte and seconded by Mr. Traficante to approve the minutes of the Board Meeting of September 16, 2009. The

motion was passed unanimously.

2. Open Forum:

Dr. Hittner asked if anyone present wanted to speak in Open Forum. No one came forward.

3. Report from President and CEO:

Mr. Dillon reported that passenger traffic for September was down 9.03 %, and 6.5% year to date. Overall capacity was down approximately 10% in September 2009 compared to September 2008.

Mr. Dillon reported that the focus continues to be on Air Service Marketing including several trips to visit airlines which currently serve T. F. Green and airlines potentially interested in starting service here. Mr. Dillon noted that both he and RIAC staff continue to promote the incentive program for the airlines.

Mr. Dillon reported that he signed the following grants:

PVD – 2020 No Build Voluntary Land Acquisition Phase 3

This grant offer is for Phase 3 of the 2020 No Build Voluntary Land Acquisition Program. The total of FAA funds received under this application is \$2,054,242 with RIAC's match in the amount of \$513,561

through Passenger Facility Charges and \$3,300 through the General Purpose Fund for ineligible items.

PVD – DEIS Noise Sensitivity Analysis

This grant application is for the preparation of the Noise Sensitivity Analysis as part of the DEIS. The total of FAA funds requested under this application is \$41,250 with RIAC's match in the amount of \$13,750 through Airport Revenue Bonds.

Mr. Dillon reported that Travel and Leisure Magazine's survey ranked T. F. Green Airport 5th overall best airport in the country. Mr. Dillon reported that T. F. Green also came in 1st place for on time arrivals, 1st place for security and luggage handling, and 2nd place for design and functionality. Mr. Dillon noted that these achievements were due to all of the staff at the airport, the TSA and RIAC staff.

Mr. Dillon reported that T. F. Green Airport was nominated by Airport Revenue News (ARN) for the Airport with the Best Concessions Program Design and the Airport with the Best Overall Concessions Program. The winners of the ARN 2010 competition will be announced March 16, 2010 at the ARN Awards Show.

Mr. Dillon stated that he was proud to have supported Dr. Kathleen Hittner on October 8th as she accepted her Woman of the Year award for her many civic as well as health field contributions in the community.

Mr. Dillon reported that he met with the Warwick City Council on October 19, 2009 to discuss the Memorandum of Agreement that RIAC presented to Mayor Scott Avedesian in June. Mr. Dillon explained the history as well as the key points of the agreement. Mr. Dillon reported that he asked the Warwick City Council to appoint two members of the Council to work with RIAC and the Mayor's staff to discuss this agreement.

Mr. Dillon reported that he continues to meet with business organizations and community groups to discuss the EIS process.

Mr. Dillon reported that he appeared on Channel 12 Newsmakers with Mayor Scott Avedesian on October 11, 2009. Mr. Dillon noted it was a good opportunity for both he and the Mayor to explain their position.

Mr. Dillon reported the MS Jet Pull took place on October 3rd and despite the rainy conditions, 20 teams participated and raised \$40,000 for ongoing research.

Mr. Dillon reported the Aviation Expo is scheduled for October 28, 2009 and is expected to host more than 1,000 local high school students. This exposition provides aviation educational awareness. There will be several aircrafts on display, including, Air Force F-15, Army Blackhawk helicopter, FedEx 727 as well as several other aircraft.

Mr. Dillon reported a lot of progress has been made on the Intermodal Project. The Skywalk should be enclosed with the exception of the stair tower by November 2009. Work continues on the installation of moving walkways and mechanical systems. The Customer Service Building is enclosed and work is continuing on the mechanical rough-ins. Mr. Dillon reported the project remains on schedule for Date of Operational Opening on September 23, 2010.

Mr. Dillon gave a brief concessions update, reporting that the new Dunkin Donuts full service Kiosk on the South Concourse near gate six is open. The current Dunkin Donuts store on the North Concourse has been closed for renovations, but there is a kiosk in the vicinity to serve customers.

Mr. Dillon reported Taxiway November construction at T. F. Green airport has been completed.

4. Operations and Capital Committee Report:

Mr. Forte reported that the Committee had met prior to the Board Meeting.

Mr. Forte reported that he had one Change Order to report out:

Company Project	Description	Cost
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James J. PVD – Intermodal	Public Address System	\$60,406.00
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O'Rourke

Mr. Forte reported that there were items on the consent agenda for approval by the Board.

A motion was made by Mr. Cianciolo and seconded by Mr. Hahn to approve items (a), (b) and (c) on the consent agenda. The motion was passed unanimously.

Consent Agenda Items:

(a) Consideration of and Action Upon Approval to Exercise Final Option Year for the Supply of Runway Deicing Fluid for the Rhode Island Airport Corporation at T. F. Green Airport.

WHEREAS, the Rhode Island Airport Corporation (RIAC) is responsible for the maintenance and operation of airport facilities at the six Rhode Island airports; and

WHEREAS, it has been determined that there is a need for runway deicing fluid at T. F. Green Airport; and

WHEREAS, RIAC issued an Invitation for Bids for the purchase of runway deicing fluid in September 2007 pursuant to RIAC Procurement Rules; and

WHEREAS, on October 31, 2007, the Board of Directors authorized

RIAC to purchase runway deicing fluid from Cryotech for an initial period of one year with two additional one year options; and

WHEREAS, the contract award was based on a usage assumption of 20,000 to 40,000 gallons of deicing fluid per year and an estimated total contract value of \$206,400 for a three year period; and

WHEREAS, the pricing for runway deicing fluid increased last winter due to a shortage of component materials and has remained at elevated levels; and

WHEREAS, RIAC staff has negotiated a ceiling price of \$6.37 per gallon for year three, however if market prices are less during the season, RIAC will receive the benefit of the lower price; and

WHEREAS, RIAC surveyed other medium hub airports and other vendors for winter season pricing on deicing fluid and determined that continuing with Cryotech for the last option year based on the proposed pricing represents the best value; and

WHEREAS, the approved Fiscal Year 2010 Operating and Maintenance (O&M) budget includes \$297,500 for the purchase of runway deicing fluid.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Committee authorizes the President and CEO, or his designee to exercise the final option year with Cryotech Deicing Technology for the supply of runway deicing fluid at a price not to exceed \$6.37 per gallon, subject to Board approval.

(b) Consideration of and Action Upon Approval of a Contract Award for a Four-Wheel Drive Tractor with a Front End Loader and Mower Deck, at T. F. Green and the General Aviation Airports.

WHEREAS, the Rhode Island Airport Corporation (RIAC) is responsible for the maintenance and operation of airport facilities at the six Rhode Island airports; and

WHEREAS, it has been determined that there is a need for a four-wheel drive tractor with a front end loader and a mower deck; and

WHEREAS, the approved Fiscal Year 2010 Operating Capital budget includes \$76,000 for this purchase; and

WHEREAS, RIAC issued an Invitation for Bids (IFB) in August 2009 for this acquisition pursuant to RIAC's Procurement Rules and received four bids on August 31, 2009; and

WHEREAS, the submissions were evaluated to determine both responsiveness and responsibility; and

WHEREAS, RIAC staff determined that Pat's Power Equipment, Inc. submitted the lowest responsive and responsible bid in the amount of \$56,700.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Committee authorizes the President and CEO, or his designee, to execute a Contract with Pat's Power Equipment, Inc. for the purchase of a four-wheel drive tractor with a front end loader and a mower deck in the amount of \$56,700, subject to Board approval.

(c) Consideration of and Action Upon Approval of the Updated Fiscal Year 2010 Budget for the Draft Environmental Impact Statement (DEIS) at T. F. Green Airport AND Consideration of and Approval of an Amendment to the Professional Services Agreement with VHB for the Draft Environmental Impact Statement (DEIS) at T. F. Green Airport.

WHEREAS, the Rhode Island Airport Corporation (RIAC) has entered into a Professional Services Agreement (PSA) with Vanasse Hangen Brustlin, Inc. (VHB) for the preparation of the Draft Environmental Impact Statement (DEIS) at T. F. Green Airport; and

WHEREAS, the initial noise analysis utilized in the DEIS was based on Version 6.1 of the Integrated Noise Model from 2004 which has since been updated; and

WHEREAS, a newer version of the noise model has been released by the Federal Aviation Administration (FAA); and

WHEREAS, the FAA has determined that the DEIS should be updated to utilize this newer model version; and

WHEREAS, the FAA has determined that the aviation forecasts utilized in the DEIS must be revised to be consistent with the current Terminal Area Forecast (TAF) produced in 2008; and

WHEREAS, the Amendment also includes updates to the Environmental Consequences Analyses associated with the following elements of the DEIS; air quality, surface transportation, land use, socio-economic, environmental justice, water quality cultural resources and wetlands; and

WHEREAS, RIAC staff and the FAA have negotiated a Scope and Fee with VHB in an amount not to exceed \$689,975; and

WHEREAS, the FAA has authorized RIAC to use Final Environmental Impact Statement (FEIS) grant funds for this Amendment as a grant offer has already been executed; and

WHEREAS, a future grant application will be processed to fund any additional needs of the FEIS; and

WHEREAS, this Amendment will be funded 75% (\$517,481) through the Federal Aviation Administration's Airport Improvement Program with RIAC's 25% (\$172,494) matching share through General Airport Revenue Bonds; and

WHEREAS, the approved Fiscal Year 2010 Capital Improvement Program (CIP) budget for this project was \$10,118,391; and

WHEREAS, RIAC staff recommends updating the approved Fiscal Year 2010 budget for the DEIS to incorporate the \$689,975 of work associated with this Amendment and an additional \$280,000 attributable to legal efforts and other planning studies related to the Environmental Impact Statement.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Committee authorizes (1) an update to the Fiscal Year 2010 budget for the Draft Environmental Impact Statement and (2) the President and CEO, or his designee, to execute an Amendment to the Professional Services Agreement with Vanasse Hangen Brustlin, Inc. in an amount not to exceed \$689,975, to incorporate updated noise models and revised forecast projections in the Draft Environmental Impact Statement at T. F. Green Airport, subject to Board approval

5. Executive Session:

At approximately 4:15 p.m., a motion was made by Mr. Hahn and seconded by Mr. Traficante to go into Executive Session for the purposes of discussing the following items:

(a) Motion to approve Minutes of Executive Session held on September 16, 2009 - R.I.G.L. § 42-46-5(a)(1)(2), (5) and (7); and

(b) Discussion Related to Three Potential Litigation Matters (Two Non-Public and EIS) – R.I.G.L. § 42-46-5(a)(2); and

(c) Investment of Public Funds Where Premature Disclosure Would be Detrimental to the Public Interest (Air Service Development) – R.I.G.L. § 42-46-5(a)(7); and

(d) Discussion Related to the Acquisition of Real Property for Public Purposes at T. F. Green Airport - R.I.G.L. § 42-46-5(a)(5); and

(e) Discussion Related to Job Performance - R.I.G.L. § 42-46-5(a)(1); and

(f) Motion to Return to Open Session.

In relation to item 5 (e), it was noted for the record that the effected individual(s) were notified in writing that the Board intended to convene in Executive Session to discuss their job performance and

they declined to have this discussion take place in Open Session.

By the following roll call vote the motion was passed unanimously.

YEAS: Kathleen C. Hittner

James C. Forte

Joseph Cianciolo

Russell Hahn

Michael Traficante

NAYS: None

ABSTAIN: None

6. Post Executive Session Actions and Announcements:

At approximately 4:45 p.m. a motion was made by Mr. Forte and seconded by Mr. Hahn to reconvene to the Open Session. The motion was passed unanimously.

(a) Motion to Seal the Minutes of the Executive Session Held on October 21, 2009.

A motion was made by Mr. Hahn and seconded by Mr. Forte to seal the minutes of the Executive Session in accordance with R.I.G.L. § 42-46-4. By the following roll call vote the motion was passed

unanimously:

YEAS: Kathleen C. Hittner

James C. Forte

Joseph Cianciolo

Russell Hahn

Michael Traficante

NAYS: None

ABSTAIN: None

(b) Report of Action Taken In Executive Session:

During the Executive Session Dr. Hittner requested a change be made to the sealed executive session minutes of the September 16, 2009 meeting and be submitted for approval at the next Board of Directors Meeting.

7. Action Item:

(a) Consideration of an Action Upon Approval of Board Chair to Issue Contract Renewal Letter to the President and CEO and to Take All Appropriate Actions in Accordance with the Existing Contract.

A motion was made by Mr. Hahn and seconded Mr. Traficante by to

approve this item. The motion was passed unanimously.

8. Future Meeting:

The next meeting is scheduled for Wednesday, November 18, 2009 at 4:00 p.m. in the Mary Brennan Board Room, T. F. Green Airport, Warwick, Rhode Island.

9. Adjournment:

Mr. Hahn moved to adjourn the meeting at 4:46 p.m. Mr. Traficante seconded the motion. The motion was passed unanimously.

Respectfully submitted,

Kathleen C. Hittner, Chair

Rhode Island Airport Corporation

ATTENDANCE SHEET

RHODE ISLAND AIRPORT CORPORATION
BOARD OF DIRECTORS MEETING
OCTOBER 21, 2009

NAME AFFILIATION

Peter Frazier RIAC

Brian Schattle RIAC

Ann Clarke RIAC

Patti Goldstein RIAC

Bruce Wilde RIAC

Alan Andrade RIAC

Val Mendonca HNTB

Don Pillsbury RIPA

Robert Goff New England Parking

Mike Hogan House Policy

Meredith Pickering Senate Fiscal Office

Paul Parker Providence Journal

The minutes of the Executive Session of the Board Meeting of October 21, 2009 have been sealed in accordance with R.I.G.L. § 42-46-4.